

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: § Chapter 11
 FIELDWOOD ENERGY, LLC, *et al.*¹ § Case No. 20-33948 (MI)
 § (Jointly Administered)
 Debtors. §

**XTO OFFSHORE, INC., HHE ENERGY COMPANY, AND XH LLC'S
WITNESS AND EXHIBIT LIST FOR HEARINGS SCHEDULED FOR
MARCH 24, 2021 AT 1:30 P.M.**

Bankruptcy Case No. 20-33948	DEBTOR: FIELDWOOD ENERGY, LLC AND ITS AFFILIATED DEBTORS
Witness(es):	
1. Any witness called or designated by any other party. 2. Any witness necessary to rebut the evidence or testimony or any witness offered or designated by any other party.	Judge: Honorable Marvin Isgur
	Hearing Date: March 24, 2021
	Hearing Time: 1:30 P.M.
	Location: Courtroom 400, 4 th Fl. 515 Rusk Ave. Houston, TX 77002
	Party's Name: XTO Offshore, Inc., HHE Energy Company, and XH LLC
	Attorney's Name: J. Robert Forshey
	Attorney's Phone: (817-821-9170)
	Nature of Proceeding: Disclosure Statement Hearing (Dkt. No. 723)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors' primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

EXHIBITS

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
1.	Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and Its Affiliated Debtors [Docket No. 1020]				
2.	Disclosure Statement for Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and Its Affiliated Debtors [Docket No. 1022]				
3.	<i>Chevron U.S.A. Inc. and Noble Energy, Inc.'s Objection to the Debtors' Motion for Entry of an Order Approving (I) the Adequacy of the Disclosure Statement, (II) Proposed Voting and Tabulation Procedures, (III) Procedures for Executory Contract Assumption and Assignment, and (IV) Procedures for Assignment and Transfer of Property of the Estate (the "Chevron Objection") [Docket No. 880]</i>				
4.	<i>Marathon Oil Company's Objection to Debtors' Disclosure Statement, Procedures for Assumption of Executory Contracts and Transfer of Property of the Estate (the "Marathon Objection") [Docket No. 924]</i>				
5.	<i>Objection of ENI US Operating Co. Inc. and ENI Petroleum US LLC to Approval of Debtors' Disclosure Statement for Debtors' Joint Chapter 11 Plan of Reorganization (the "ENI Objection") [Docket No. 937]</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
6.	<i>Freeport-McMoran Oil & Gas LLC and McMoran Oil & Gas LLC's Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the "<u>McMoran Objection</u>") [Docket No. 978]</i>				
7.	<i>Objection of JX Nippon Oil Exploration (U.S.A.) Limited to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors and Joinder in the Objection of XTO Offshore, Inc., HHC Energy Company, and XH LLC, of Chevron U.S.A., Inc. and Noble Energy, Inc., and of Lexon Insurance Company, Ironshore Indemnity Inc., and Ironshore Specialty Insurance Company (the "<u>JX Nippon Objection</u>") [Docket No. 983]</i>				
8.	<i>Objection by Samson Contour Energy E&P , LLC to the Adequacy of the Disclosure Statement for Joint Chapter 11 Plan of Reorganization of Fieldwood Energy LLC and its Affiliated Debtors (the "<u>Samson Objection</u>") [Docket No. 990]</i>				
9.	<i>W&T Offshore, Inc. and W&T Energy VI, LLC's Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the "<u>W&T Objection</u>") [Docket No. 1034]</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
10.	<p><i>Objection and Joinder of Shell Offshore, Inc. to the (A) Objection of Chevron U.S.A. Inc. and Noble Energy, Inc., (B) Objection of XTO Offshore, Inc., HHE Energy Company, and XH LLC, (C) Objection of Marathon Oil Company, and (D) Objection of Eni US Operating Co. Inc. and Eni Petroleum US LLC, and (E) Objection of Sea Robin Pipeline Company, LLC, West Cameron Dehydration Company, LLC, Florida Gas Transmission, LLC, Stingray Pipeline Company, LLC, Trunkline Gas Company, LLC, and Trunkline Field Services, LLC (Collectively, “Energy Transfer”), and (F) Objection of Freeport-McMoran Oil & Gas LLC and McMoran Oil & Gas, LLC to the Disclosure Statement for the Joint Chapter 11 Plan of Fieldwood Energy, LLC and Its Affiliated Debtors (the “<u>Shell Objection</u>”) [Docket No. 1056]</i></p>				
11.	<p><i>BP Exploration & Production Inc.’s Objection, and Joinder to Objections, to Debtors’ Motion for Entry of an Order Approving (I) the Adequacy of the Disclosure Statement, (II) Proposed Voting and Tabulation Procedures, (III) Procedures for Executory Contract Assumption and Assignment, (IV) Procedures for Assignment and Transfer of Property of the Estate (the “<u>BP Objection</u>”) [Docket No. 1064]</i></p>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
12.	<i>Joinder of Enven Energy Ventures, LLC to the (A) Objection of Chevron U.S.A. Inc. and Noble Energy, Inc., (B) Objection of XTO Offshore, Inc., HHE Energy Company, and XH LLC, (C) Objection of Marathon Oil Company, and (D) Objection of Eni US Operating Co. Inc. and Eni Petroleum US LLC to the Disclosure Statement for the Joint Chapter 11 Plan of Fieldwood Energy, LLC and Its Affiliated Debtors (the “Enven Joinder”) [Docket No. 955]</i>				
13.	<i>ConocoPhillips Company, The Louisiana Land & Exploration Company, and Burlington Resources Offshore’s Joinder in the Disclosure Statement Objection of Freeport-McMoran Oil & Gas LLC and McMoran Oil & Gas LLC (the “ConocoPhillips Joinder”) [Docket No. 979]</i>				
14.	<i>Merit Energy Company, LLC’s Joinder in the Disclosure Statement Objection of Freeport-McMoran Oil & Gas LLC and McMoran Oil & Gas LLC (the “Merit Energy Joinder”) [Docket No. 980]</i>				
15.	<i>Hunt Oil Company, Chieftan International (U.S.) LLC, and Hunt Chieftan Development, L.P.’s Joinder to the (A) Objection of Chevron U.S.A. Inc. and Noble Energy, Inc., (B) Objection of XTO Offshore, Inc., HHE Energy Company, and XH LLC, (C) Objection of Marathon Oil Company, and (D) Objection of Eni US Operating Co. Inc.</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
	<i>and Eni Petroleum US LLC to the Disclosure Statement for the Joint Chapter 11 Plan of Fieldwood Energy, LLC and Its Affiliated Debtors (the “<u>Hunt Joinder</u>”) [Docket No. 981]</i>				
16.	<i>[Joinder of LLOG Exploration Offshore, LLC and LLOG Energy, LLC to the (A) Objection of Chevron U.S.A. Inc. and Noble Energy, Inc., (B) Objection of XTO Offshore, Inc., HHE Energy Company, and XH LLC, (C) Objection of Marathon Oil Company, and (D) Objection of Eni US Operating Co. Inc. and Eni Petroleum US LLC to the Disclosure Statement for the Joint Chapter 11 Plan of Fieldwood Energy, LLC and Its Affiliated Debtors (the “<u>LLOG Exploration Joinder</u>”) [Docket No. 992]</i>				
17.	<i>Joinder in Objections to the Disclosure Statement for the Joint Chapter 11 Plan of Fieldwood Energy, LLC and its Affiliated Debtors (the “<u>Hess Joinder</u>”) [Docket No. 993]</i>				
18.	<i>Joinder to Objections, and Objections, by Helis Oil & Gas Company, LLC to the Adequacy of the Disclosure Statement for Joint Chapter 11 Plan of Reorganization of Fieldwood Energy, LLC and Its Affiliated Debtors (the “<u>Helis Joinder</u>”) [Docket No. 1007]</i>				
19.	<i>Joinder of CNOOC Petroleum Offshore U.S.A., Inc. to Objections to the Disclosure Statement for the Joint</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
	<i>Chapter 11 Plan of Fieldwood Energy, LLC and its Affiliated Debtors (the “<u>CNOOC Joinder</u>”) [Docket No. 1060]</i>				
20.	<i>Objection by Lexon Insurance Company, Ironshore Indemnity Inc., and Ironshore Specialty Insurance Company to the Motion of Debtors for Entry of an Order (I) Approving Disclosure Statement and Form and Manner of Notice of Disclosure Statement Hearing; (II) Establishing Solicitation and Voting Procedures; (III) Scheduling Confirmation Hearing; (IV) Establishing Notice and Objection Procedures for Confirmation of the Proposed Plan; (V) Approving Notice and Objection Procedures for the Assumption of Executory Contracts and Unexpired Leases; (VI) Approving Procedures for Objections to the Assignment and Transfer of Property of the Estate; (VII) Approving Bid Submission Deadline and Procedures for Submission of Higher or Better Bids; and (VIII) Granting Related Relief (the “<u>Lexon Objection</u>”) [Docket No. 932]</i>				
21.	<i>Objection of Aspen American Insurance Company, Berkeley Insurance Company, Everest Reinsurance Company, and Sirius America Insurance Company to the Motion of Debtors for Entry of an Order (I) Approving Disclosure Statement and Form and Manner of Notice of Disclosure Statement Hearing;</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
	<i>(II) Establishing Solicitation and Voting Procedures; (III) Scheduling Confirmation Hearing; (IV) Establishing Notice and Objection Procedures for Confirmation of the Proposed Plan; (V) Approving Notice and Objection Procedures for the Assumption of Executory Contracts and Unexpired Leases; (VI) Approving Procedures for Objections to the Assignment and Transfer of Property of the Estate; (VII) Approving Bid Submission Deadline and Procedures for Submission of Higher or Better Bids; and (VIII) Granting Related Relief (the “<u>Aspen Objection</u>”) [Docket No. 996]</i>				
22.	<i>Objection of Zurich American Insurance Company to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy, LLC and Its Affiliated Debtors (the “<u>Zurich Objection</u>”) [Docket No. 1032]</i>				
23.	<i>U.S. Specialty Insurance Company’s Objection to the Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the “<u>U.S. Specialty Objection</u>”) [Docket No. 1035]</i>				
24.	<i>Philadelphia Indemnity Insurance Company’s Objection to the Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the “<u>Philadelphia Indemnity Objection</u>”) [Docket No. 1036]</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
25.	<i>Objection of the Hanover Insurance Company; Liberty Mutual Insurance Company; Travelers Casualty & Surety Company of America; and XL Specialty Insurance Company to the Disclosure Statement and/or Chapter 11 Plan of the Debtors (the “<u>Hanover Objection</u>”) [Docket No. 1040]</i>				
26.	<i>HHC International Insurance Company PLC’s Corrected Objection to the Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the “<u>HHC International Objection</u>”) [Docket No. 1054]</i>				
27.	<i>Valero Marketing and Supply Company’s Limited Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the “<u>Valero Objection</u>”) [Docket No. 795]</i>				
28.	<i>Energy Transfer’s Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the “<u>Energy Transfer Objection</u>”) [Docket No. 954]</i>				
29.	<i>RLI Insurance Company’s Objection to Debtors’ Disclosure Statement and Proposed Voting Procedures (the “<u>RLI Objection</u>”) [Docket No. 1065]</i>				
30.	<i>Brian Cloyd’s Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the “<u>Cloyd Objection</u>”) [Docket No. 883]</i>				

Movants Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
31.	<i>Lewis Andrews and Patrick Burnett's Objection to Disclosure Statement for Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors (the "Andrews and Burnett Objection") [Docket No. 884]</i>				
32.	<i>Supplemental Objection of Eni US Operating Co. Inc. and ENI Petroleum US LLC to Approval of Debtors' Disclosure Statement for Debtors' Joint Chapter 11 Plan of Reorganization [Docket No. 1066]</i>				
33.	<i>Objection and Joinder of Cox Entities to Various Objections to the Disclosure Statement for the Joint Chapter 11 Plan of Fieldwood Energy, LLC and Its Affiliated Debtors [Docket No. 1067]</i>				
	Any additional objection or joinder filed by any other party				
	Any document or pleading filed in the above captioned case.				
	Any exhibit designated by any other party.				
	Any exhibit necessary to rebut the evidence or testimony of any witness offered or designated by any other party.				

XTO Offshore, Inc., HHE Energy Company and XH LLC reserve any and all rights to amend the Exhibit and Witness List, to call any witnesses designated by any other party and use any other Exhibit designated by any other party to the hearing.

DATED: March 19, 2021

Respectfully Submitted,

/s/ J. Robert Forshey

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon all parties receiving electronic notice via the Court's CM/ECF system and via email to the following parties on March 19, 2021.

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